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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	Chapter 11
<i>In re:</i>	:	
	:	No. 23-11618 (MEW)
4D FACTORY, INC., <i>et al.</i> ,	:	
	:	(Subchapter V Cases)
Debtors. ¹	:	
	:	(Jointly Administered)
-----X	:	

**DECLARATION OF WILL CLARK FARMER IN SUPPORT OF NEON
SHAREHOLDERS' MOTION FOR RELIEF FROM PRIOR STAY ORDER, OR, IN
THE ALTERNATIVE, GRANTING RENEWED RELIEF FROM AUTOMATIC STAY**

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are 4D Factory Inc. (6770), and The 4D Factory LLC (8935).

I, Will Clark Farmer, declare:

1. I am an associate at the law firm of Paul Hastings LLP, counsel to Mark Long, Colin Foran, Naomi Lackaff, Aaron Nonis, Don Norbury, and Mark Yeend (collectively, the “Neon Shareholders”) in the above-captioned chapter 11 cases (the “Chapter 11 Cases”). I respectfully submit this declaration in support of the Neon Shareholders’ *Motion for Entry of an Order for Relief from Prior Order Granting Relief from Stay, or, in the Alternative, Granting Renewed Relief from Automatic Stay* filed concurrently herewith.

2. Attached hereto are true and correct copies of the following documents:

Exhibit	Description of Exhibit
1	Transcript of hearing held on December 13, 2023 (Case No. 23-11618) (Bankr. S.D.N.Y.)
2	Transcript of hearing held on January 16, 2024 (Case No. 2023-1186) (Del. Ch. Ct.)
3	December 18, 2023 e-mail and attached letter from David Johnson and Neon Employees to Neon Board of Directors
4	Dec. 27, 2023 Letter from ArentFox Schiff LLP to Argon Protocol Foundation
5	Jan. 4, 2024 Letter from Debtors’ Counsel to Neon and Neon board of directors
6	Jan. 9, 2024 Neon board of directors meeting agenda regarding Jan. 12, 2024 proposed board meeting
7	Jan. 31, 2024 e-mail and attachments from S. Honour to Neon employees and Non- Debtor Defendant Directors, among others

Dated: February 1, 2024
Los Angeles, California

Respectfully submitted,

By: /s/ Will Clark Farmer
Will Clark Farmer, Esq.
PAUL HASTINGS LLP